

**IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF TENNESSEE
WESTERN DIVISION**

CITY OF MEMPHIS, TENNESSEE,

Plaintiff/Counter-Defendant,

V.

Civil Action No. 2:09-cv-2205-SHM-egb

**ZAYO BANDWIDTH TENNESSEE,
LLC f/k/a MEMPHIS NETWORK,
LLC,**

Defendant/Counter-Plaintiff.

STIPULATION OF DIMISSAL WITH PREJUDICE

Plaintiff/Counter-Defendant City of Memphis, Tennessee, and Defendant/Counter-Plaintiff Zayo Bandwidth Tennessee, LLC f/k/a Memphis Networx, LLC (“Zayo Bandwidth”) hereby notify the Court that the Parties have entered into a final agreement in settlement of this matter, with each Party to bear its own costs and expenses. Accordingly, pursuant to Rule 41 of the Federal Rules of Civil Procedure, Plaintiff and Defendant hereby stipulate to the dismissal of this action with prejudice, and move the Court for an Order of Dismissal.

Respectfully submitted this 21st day of January, 2011.

/s/ Annie T. Christoff

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CERTIFICATE OF SERVICE

The undersigned hereby certifies that on the 2nd day of February, 2010, a copy of the foregoing was filed electronically. Notice of this filing will be sent by operation of the Court's electronic filing system to all parties indicated on the electronic filing receipt. Parties may access this filing through the Court's electronic filing system.

/s/ Annie T. Christoff

Annie T. Christoff